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UNITED STATES BANKRUPTCY COURT**DISTRICT OF NEVADA**

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

Case Nos. BK-S-06-10725 LBR
 Case Nos. BK-S-06-10726 LBR
 Case Nos. BK-S-06-10727 LBR
 Case Nos. BK-S-06-10728 LBR
 Case Nos. BK-S-06-10729 LBR

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED FUND,
 LLC,
 Debtor.

Chapter 11

In re:
 USA CAPITAL FIRST TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

**DECLARATION IN SUPPORT OF EX
 PARTE APPLICATION FOR ORDER
 SHORTENING TIME TO HEAR
 SECOND JOINT MOTION FOR ORDER
 FOR IMPLEMENTATION OF
 CONFIRMED PLAN (AFFECTS ALL
 DEBTORS)**

1 Affects:

- 2 ☒ All Debtors
 3 ☐ USA Commercial Mortgage Company
 4 ☐ USA Securities, LLC
 5 ☐ USA Capital Realty Advisors, LLC
 6 ☐ USA Capital Diversified Trust Deed Fund, LLC
 7 ☐ USA First Trust Deed Fund, LLC

Date: OST Requested for March 1, 2007
 Time: OST Requested for 9:30 a.m.

8 Jeanette E. McPherson, Esq. of Schwartzer & McPherson Law Firm, under penalties of
 9 perjury, hereby declares on this 21st day of February, 2007 that:

10 1. A Second Joint Motion For Order For Implementation of Confirmed Plan (the
 11 "Motion") has been filed. In order to implement the Plan, the Movants seek an order of the Court
 12 pursuant to Section 1142(b) of the Bankruptcy Code clarifying certain aspects of the wind down
 13 process, as detailed in the Motion, such as the payment of the professionals needed to accomplish
 14 the wind down, the setting of certain reserves, and the handling of certain miscellaneous issues
 15 that may remain outstanding after the Effective Date. In addition, the Movants request authority
 16 related to the servicing of loans by the USACM Trust and the Post-Effective Date DTDF after the
 17 Effective Date.

18 2. Notice can be shortened pursuant to Bankruptcy Rule 9006(c)(1) and LR 9006(a).

19 3. The Motion seeks to provide technical provisions which allow the Debtors and the
 20 Committees and their professionals to do all the things necessary to implement the Plan. It
 21 eliminates certain gaps in standing and authority, such as, authority to prepare and file 2006 US
 22 Income Tax Returns, to hold and distribute non-Trust cash to administrative and priority creditors,
 23 and authorize the USACM Trust and Post-Effective Date DTDF to prosecute the objections to
 24 claims and litigation commenced by the Debtors and handle appeals. In order for there to be no
 25 gap after the Effective Date, this Motion is requested to be heard on shortened time on March 1,
 26 2007.

27 DATED this 22nd day of February, 2007.

28 /s/ Jeanette E. McPherson
 Jeanette E. McPherson